## IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF GEORGIA (ATLANTA DIVISION)

IN RE CBEYOND, INC.

SECURITIES LITIGATION

UNOPPOSED MOTION BY LEAD

PLAINTIFFS FOR FINAL

APPROVAL OF THE

PROPOSED SETTLEMENT AND

PLAN OF ALLOCATION AND

CERTIFICATION OF A

SETTLEMENT CLASS

Pursuant to the Preliminary Approval Order Providing for Notice and Hearing in Connection with Proposed Class Action Settlement ("Preliminary Approval Order"), filed on September 17, 2009, the Genesee County Employees' Retirement System and the Essex Regional Retirement Board (collectively, "Lead Plaintiffs") respectfully move the Court for an order finally approving the Settlement with Cbeyond, Inc. ("Cbeyond"), James F. Geiger and J. Robert Fugate (collectively, "Defendants"), approving the proposed plan for the allocation of the net proceeds of the Settlement (the "Plan of Allocation") and certifying the proposed Settlement Class (the "Motion"). A proposed judgment and order concerning the plan of allocation are submitted herewith.

The Motion is made on the grounds that Lead Plaintiffs and Lead Counsel believe that the settlement with Defendants is eminently fair, reasonable and

adequate and deserves final approval by the Court based on their thorough investigation and analysis of the claims and defenses.

The Motion is supported by: the Lead Plaintiffs' Memorandum of Law in Support of Their Unopposed Motion for Final Approval of the Proposed Settlement and Plan of Allocation and Certification of a Settlement Class; the Declaration of Mark S. Goldman in Support of Lead Plaintiffs' Unopposed Motion for Final Approval of the Proposed Settlement and Plan of Allocation, Certification of a Settlement Class and an Award of Attorneys' Fees and Expenses, executed December 28, 2009, with annexed exhibits; the complete files and records in the above-captioned action; and such oral argument as the Court may consider in deciding this Motion.

Defendants do not oppose the motion.

Dated: December 29, 2009 Respectfully submitted,

/s/ David J. Worley

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